

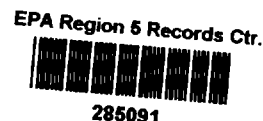


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Thomas B. Martin
Associate General Counsel
& Assistant Secretary

October 17, 2005
VIA FED EX

Tom Turner, Esq.
Associate Regional Counsel
U.S. EPA – Region V
Office of Regional Counsel (C-14J)
77 W. Jackson Boulevard
Chicago, IL 60604



Re: RRG Clayton Chemical Site

Dear Mr. Turner:

This is in response to the letter from your office dated September 27, 2005 (General Notice of Potential Liability).

We have also received correspondence from the Dickinson Wright law firm ("Dickinson") which relates to the PRP Group which has been formed for this site.

We are currently investigating the potential responsibility of ESCO Technologies Inc. ("ESCO") in respect of the soil removal at the site. We have requested a copy of the PRP investigation report prepared for the Liquids Group (which we understand to be Illinois EPA records) so that we can attempt to determine whether ESCO is responsible for any waste transported to the site.

This matter is complicated because of the following history:

1. The PRP Investigation Report list of generators which was sent to us lists "ESCO Electronics" with an address of 8100 W. Florissant, St. Louis, MO 63136.
2. We have been advised by Dickinson that the waste attributed to ESCO was transported to the site between 1980 and 1985.
3. ESCO (formerly named ESCO Electronics Corporation) did not come into existence until August 1990 as the result of a spin-off from Emerson Electric Co.

4. The original headquarters of ESCO was at 8100 W. Florissant Ave., St. Louis, MO 63136 .
5. The Electronics & Space Division of Emerson Electric Co. operated a manufacturing facility at the 8100 W. Florissant address during the years 1980-1985.
6. Electronics & Space Corp. (the successor to Electronics & Space Division) became a subsidiary of ESCO in the Emerson spin-off. This corporation was divested by ESCO in 1999.

We hope to complete our investigation in this matter in the near future, and will advise you of our position. If you or Dickinson has any additional information which would link the Electronics & Space Division of Emerson with the 1980-1985 deliveries, please send that information to me.

Please send further correspondence to:

Thomas B. Martin, Esq.
ESCO Technologies Inc.
9900A Clayton Road
St. Louis, MO 63124-1186

Sincerely,

A handwritten signature in black ink, appearing to read 'T. B. Martin', with a large, sweeping flourish extending to the left.

Thomas B. Martin

TBM/bjo/05-90

cc: Sharon R. Newton, Esq.